

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	Chapter 11
	§	
FIELDWOOD ENERGY, LLC, <i>et al.</i> , ¹	§	Case No. 20-33948 (MI)
	§	
	§	(Jointly Administered)
Debtors.	§	

**JOINDER OF CNOOC PETROLUEM OFFSHORE U.S.A., INC., TO OBJECTIONS TO
THE DISCLOSURE STATEMENT FOR THE JOINT CHAPTER 11 PLAN
OF FIELDWOOD ENERGY, LLC AND ITS AFFILIATED DEBTORS**

TO THE HONORABLE MARVIN ISGUR, UNITED STATES BANKRUPTCY JUDGE:

CNOOC Petroleum Offshore U.S.A., Inc., (“**CNOOC**”), a creditor and party in interest, objects to the *Motion of Debtors for Entry of Order (I) Approving Disclosure Statement and Form and Manner of Notice of Disclosure Statement Hearing; (II) Establishing Solicitation and Voting Procedures; (III) Scheduling Confirmation Hearing; (IV) Establishing Notice and Objection Procedures for Confirmation of the Proposed Plan; (V) Approving Notice and Objection Procedures for the Assumption of Executory Contracts and Unexpired Leases; (VI) Approving Procedures for Objections to the Assignment and Transfer of Property of the Estate; (VII) Approving Bid Submission Deadline and Procedures for Submission of Higher or Better Bids; and (VIII) Granting Related Relief* [Docket No. 724] (“**Motion**”), and the *Disclosure Statement for the Amended Joint Chapter 11 Plan of Fieldwood Energy LLC and Its Affiliated Debtors* (the “**Disclosure Statement**”) [Docket No. 1022] with respect to the *Amended Joint Chapter 11 Plan*

¹ Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Energy LLC (6778); Fieldwood Energy Inc. (4991); Fieldwood Energy Offshore LLC (4494); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); FW GOM Pipeline, Inc. (8440); GOM Shelf LLC (8107); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422). Debtors’ primary mailing address is 2000 W. Sam Houston Parkway S., Suite 1200, Houston, TX 77042.

of Fieldwood Energy, LLC and its Affiliated Debtors (the “**Joint Plan**”) [Docket No. 1020], and joins in, and incorporates by this reference, the following objections and their arguments:

- (a) *Chevron U.S.A. and Noble Energy, Inc.’s Objection to Debtors’ Motion for Entry of an Order Approving (I) the Adequacy of the Disclosure Statement, (II) Proposed Voting and Tabulation Procedures, (III) Procedures for Executory Contract Assumption and Assignment, and (IV) Procedures for Assignment and Transfer of Property of the Estate* [Docket No. 880] (the “**Chevron Objection**”);
- (b) Marathon Oil Company’s Objection to the Debtors’ Disclosure Statement, Procedures for Assumption of Executory Contracts and Transfer of Property of the Estate [Docket No. 924] (the “**Marathon Objection**”);
- (c) the Objection of Eni US Operating Co. Inc. and Eni Petroleum US LLC to Approval of Debtors’ Disclosure Statement for Debtors’ Joint Chapter 11 Plan of Reorganization [Docket No. 937] (the “**Eni Objection**”);
- (d) Freeport-McMoran Oil & Gas LLC and McMoran Oil & Gas LLC’s Objection to Disclosure Statement for Joint Chapter 11 Plan of Fieldwood Energy LLC and its Affiliated Debtors [Docket No. 978] (the “**McMoran Objection**”).

1. CNOOC is a party in interest to the following contracts and leases that involve the Debtors, where the abandonment or transfer of the Debtors’ interests in those leases or related assets impacts CNOOC’s interests:

- (a) an Aspen Production Handling Agreement, effective October 1, 2001, and subsequently amended from time to time;
- (b) an Operating and Administrative Management Agreement between Panther Operating Company, LLC and Owners of the High Island Pipeline System effective June 1, 2015, as may be updated and amended;
- (c) an Owners Agreement between the Owners of the High Island Pipeline System dated June 1, 2009, as may be updated and amended;
- (d) an Operating Agreement Block A-489, High Island Area, South Addition, Offshore Texas, dated August 1, 1973, as may be updated and amended;
- (e) an Operating Agreement Block A- 474, High Island Area, South Addition, Offshore Texas, dated August 1, 1973, as may be updated and amended,
- (f) Amendment to Gas Dehydration Agreement – Venice Dehydration Station, effective July 1, 2008 as may be updated and amended;

- (g) a Production Handling Agreement with Apache and others, effective January 2008, as may be updated or amended;
- (h) Seagate Pipeline Throughput Capacity Lease Agreement, with CNOOC Marketing U.S.A. Inc.

2. The information provided in the Disclosure Statement is inadequate for CNOOC to discern the proposed treatment under the Joint Plan of certain of the above agreements or related assets in which CNOOC has an interest, or how the Debtors' treatment of other agreements or assets in which CNOOC has an interest affects CNOOC. CNOOC has reached out to Debtors' counsel for further information but has not yet heard back. For this reason and for the reasons set forth in the Chevron Objection, Marathon Objection, Eni Objection and McMoran Objection joined in and listed above, CNOOC objects to the Disclosure Statement.

3. Supporting documentation, including agreements and court filings referred to herein, are already in the possession of the Debtors. Such supporting agreements may contain confidential and/or commercially sensitive information. As such, such supporting agreements may be available upon request from counsel to CNOOC, subject to prior execution of an appropriate confidentiality agreement or protective order.

4. CNOOC submits this Objection without prejudice to, and reserving, all rights of CNOOC to supplement and amend this Objection and to introduce evidence at any hearing relating to this Objection, and to further object to the Joint Plan on any and all grounds.

Prayer

Accordingly, CNOOC respectfully requests that this Court sustain this Objection; deny the relief requested in the Motion; and grant CNOOC such other and further relief to which it may be entitled.

March 19, 2021

Respectfully submitted,

/s/ Peter C. D'Apice

Peter C. D'Apice

State Bar No. 05377783

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CERTIFICATE OF SERVICE

I certify that on March 19, 2021, the foregoing document was served by ECF on those parties registered for ECF.

/s/ Peter C. D'Apice

Peter C. D'Apice